

## Governance & the Role of the Board

The role of the Board of Directors is to ensure the effective **leadership** and **oversight** of the work of the organization. In both capacities it will strive to represent the long-term interests of members and stakeholders.

Good governance involves attention to the organization's vision, mission and guiding values as well as to its current goals and activities.

The board and CEO will both strive to respect distinctions between governance and operational functions. They will manage any overlap in a spirit of partnership. Clear lines of accountability for one or the other or both are important.

Policies will define both the governance and management standards the organization shall meet. Governance standards are reflected, in part, by the bylaws, director position descriptions, code of conduct and conflicts of interest. Management standards are reflected by client, human resource and financial practices.

In providing **leadership** the Board will insure that there is space for ongoing dialogue about the organization's mission and goals. The boardroom will serve a forum for deliberation and learning not just review and decision-making. Leadership includes engagement with external stakeholders in helping to identify needs of the community.

In providing **oversight** the Board will focus on the assessment of the organization's performance in relation to current goals, its financial and management practices and adherence to the standards it has set in policy. The board will ensure that the organization is attentive to accountability and transparency to all its stakeholders.

**The board will also take responsibility for its own management** (including the association's charitable and society status), continuity and renewal. It will insure effective board meeting practices, ongoing board education, and continuing attention to the recruitment of new directors.

### Note:

This is a somewhat unique policy and one that seeks to provide an overview of the work of governance. It started out as 'role of the board policy' but has evolved because although the board must champion governance it does not exclusively own it. This policy complements ones describing the role of board members and officers.